

V I R G I N I A:

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANT: Equitable Production Company)
) VIRGINIA GAS
) AND OIL BOARD
RELIEF SOUGHT: EXCEPTION TO STATEWIDE SPACING)
) LIMITATIONS PRESCRIBED BY VA. CODE) DOCKET NO.
) § 45.1-361.17(a)(2) FOR WELL) 04/04/20-1270
) V-503809)
)
LEGAL DESCRIPTION:)
)
) DRILLING UNIT SERVED BY WELL NUMBERED)
) V-503809 TO BE DRILLED IN THE LOCATION)
) DEPICTED ON EXHIBIT A HERETO,)
) Guy Fatony, Jr.)
) 14.15 acre Surface, Oil & Gas Tract)
) Coeburn QUADRANGLE,)
) Lipps MAGISTERIAL DISTRICT,)
) Wise COUNTY, VIRGINIA)
) (the "Subject Lands" are more particularly)
) described on Exhibit "A" attached hereto)
) and made a part hereof))

REPORT OF THE BOARD

FINDINGS AND ORDER

1. Hearing Date and Place: This matter came on for hearing before the Virginia Gas and Oil Board (hereafter "Board") at 9:00 a.m. on April 20, 2004, Southwest Virginia Higher Education Center on the campus of Virginia Highlands Community College, Abingdon, Virginia.
2. Appearances: James E. Kaiser appeared for the Applicant and Sharon M.B. Pigeon, Assistant Attorney Generals, was present to advise the Board.
3. Jurisdiction and Notice: Pursuant to Va. Code § 45.1-361.1 et seq., the Board finds that it has jurisdiction over the subject matter. Based upon the evidence presented by Applicant, the Board also finds that the Applicant has (1) exercised due diligence in conducting a meaningful search of reasonably available sources to determine the identity and whereabouts of each gas and oil owner, coal owner, or mineral owner having an interest in Subject Drilling Unit underlying and comprised of Subject Lands; (2) has represented to the Board that it has given notice to those parties (hereafter sometimes "person(s)" whether referring to individuals, corporations, partnerships, associations, companies, businesses, trusts, joint ventures or other legal entities) entitled by Va. Code § 45.1-361.19 to notice of this application; and (3) that the persons set forth in Exhibit B hereto have been identified by Applicant as owners of

Gas interests underlying Subject Drilling Unit, including those who have not heretofore leased, sold or voluntarily agreed with the Applicant to pool their Gas interests in Subject Drilling Unit. Further, the Board has caused notice of this hearing to be published as required by Va. Code § 45.1-361.19.B. Whereupon, the Board hereby finds that the notices given herein satisfy all statutory requirements, Board rule requirements and the minimum standards of state due process.

4. Amendments: None
5. Dismissals: None
6. Relief Requested: Applicant requests (1) an exception to the statewide spacing limitations set forth in Va. Code § 45.1-361.17 for Well No. V-503809.
7. Relief Granted: The requested relief in this cause be and hereby is granted. The Board hereby grants Applicant consent to permit and drill proposed Well No. V-503809 1940.20 feet from existing Well No. V-3808 at the location depicted on the Plat attached hereto;
8. Special Findings: The Board specifically and specially finds:
 - 8.1 Applicant is Equitable Production Company, a West Virginia Corporation. Applicant is duly authorized and qualified to transact business in the Commonwealth of Virginia;
 - 8.2 Applicant Equitable Production Company is an operator in the Commonwealth of Virginia and has satisfied the Board's requirements for operations in Virginia;
 - 8.3 Applicant claims ownership of Conventional Gas leases on 100% percent of Subject Drilling Unit and the right to explore for, develop and produce Gas from same, i.e., Well No. V-503809, as well as from reciprocal well, i.e., Well No. V-3808;
 - 8.4 The proposed Well V-503809 is located on a surface, coal, oil and gas tract consisting of 14.15 acres known as Guy Fatony, Jr. Surface, Oil & Gas Tract and the surface, coal, gas and oil owner has consented to the proposed location for Well V-503809 that is depicted on the Plat attached hereto as Exhibit A;
 - 8.5 The Applicant testified it has the right to operate and develop the reciprocal Well No. V-3808, and that the granting of the application filed herein will not impact the correlative rights of any person;
 - 8.6 An exception to the well spacing requirements of Va. Code § 45.1-361.17 for Well V-503809 is necessary to efficiently drain a portion of the common sources of supply (reservoir) underlying Subject Drilling Unit, and the Board's granting of the requested location exception is in the best interest

of preventing the waste of 650 million cubic feet of Conventional Gas underlying Subject Drilling Unit, and to generally effect the purposes of the Virginia Gas and Oil Act;

- 8.7 Applicant proposes the drilling of Well No. V-503809 to a depth of 5927 feet on the Subject Drilling Unit at the location depicted in Exhibit A to produce all the Mississippian and Devonian age formations including, but not limited to, Base Lee Sand, Ravencliff, Maxon, Little Lime, Big Lime, Weir, Sunbury, Berea, Cleveland, Upper Huron, Middle Huron, Lower Huron and Olentangy; from surface to a total depth of 5927 feet (Subject Formations");
- 8.8 Applicant proposes to drill Well V-503809 a distance of 559.80 feet closer to Gas Well V-3808, than the 2500 feet mandated by statewide spacing;
- 8.9 Applicant proposes to complete and operate Well V-503809 for the purpose of producing Conventional Gas;
- 9 Mailing Of Order And Filing Of Affidavit: Applicant or its Attorney shall file an affidavit with the Secretary of the Board within sixty (60) days after the date of receipt of this Order stating that a true and correct copy of said Order was mailed within seven (7) days from the date of receipt of this Order to each person pooled by this Order whose address is known.
10. Availability of Unit Records: The Director shall provide all persons not subject to a lease with reasonable access to all records for Subject Drilling Unit which are submitted by the Unit Operator to said Director and/or his Inspector(s).
11. Conclusion: Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
12. Appeals: Appeals of this Order are governed by the provisions of Va. Code Ann. § 45.1-361.9 which provides that any order or decision of the Board may be appealed to the appropriate circuit court. Such appeals must be taken in the manner prescribed in the Administrative Process Act, Va. Code Ann. § 9-6.14:1 et seq. and Rule 2A of the Rules of the Virginia Supreme Court.
13. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 10th day of December 2004, by a majority of the Virginia Gas and Oil Board.

Benny R. Wampler
Chairman, Benny R. Wampler

DONE AND PERFORMED this 14th day of December, 2004, by Order of this Board.

B. R. Wilson
B. R. Wilson
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF WISE)

Acknowledged on this 10th day of December, 2004, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.

Susan G. Lynett
Notary Public

My commission expires 7-31-06

STATE OF VIRGINIA)
COUNTY OF WASHINGTON)

Acknowledged on this 14th day of December, 2004, personally before me a notary public in and for the Commonwealth of Virginia, appeared B. R. Wilson, being duly sworn did depose and say that he is Principal Executive to the Staff of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.

Diane G. Davis
Notary Public

My commission expires: 9/30/05

8,320'

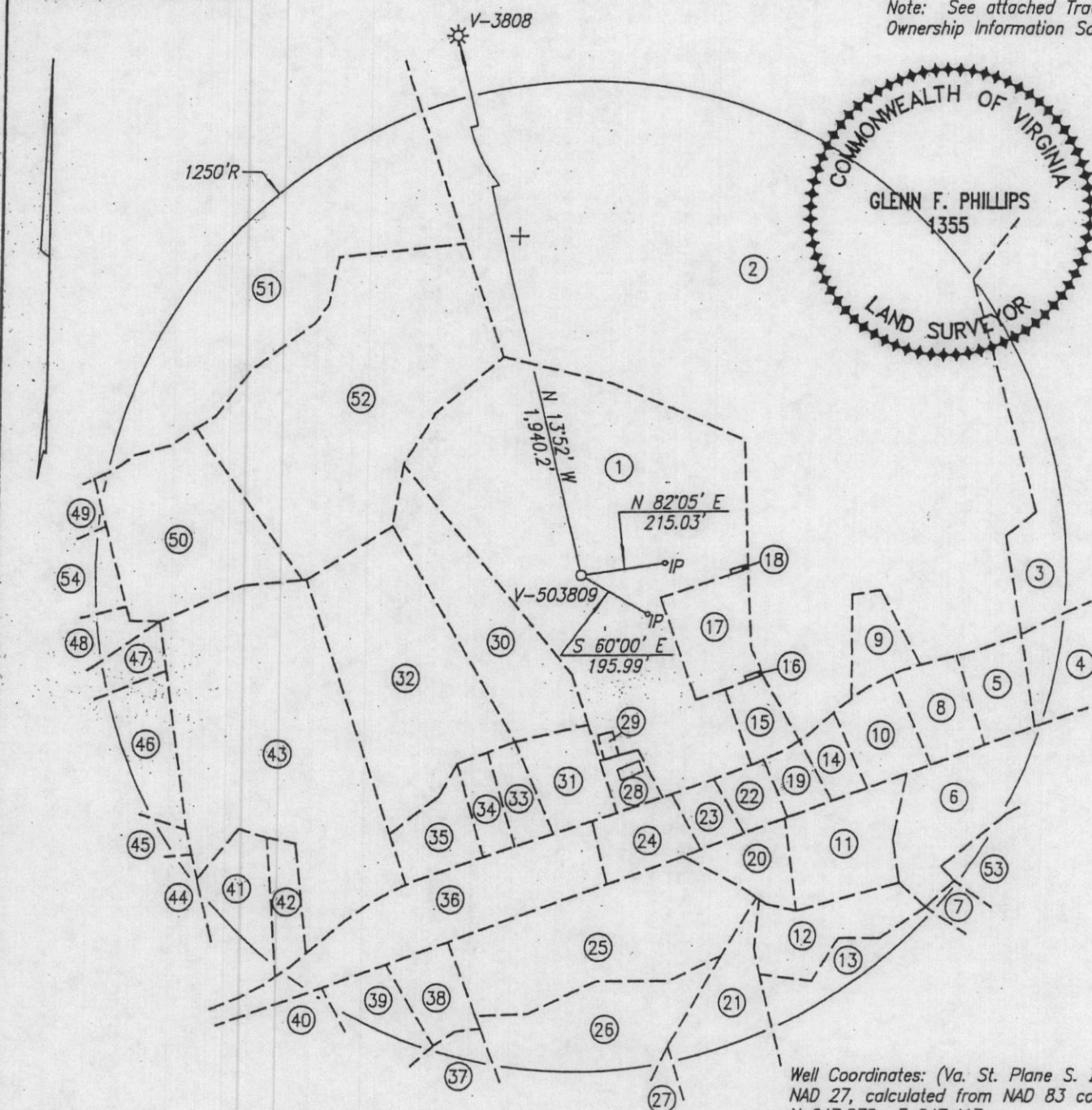
Well Coordinates: (Geographic N27)
36.948008° -82.445243°

Latitude 36° 57' 30"

Note: See attached Tract
Ownership Information Schedule

Longitude 82° 25' 00"

3,680'



Well elevation determined by GPS
survey from ANR Sta. TC 46-80.1

Area of Unit = 112.69 Ac.

Well Coordinates: (Va. St. Plane S. Zone,
NAD 27, calculated from NAD 83 coord.)
N 247,878 E 847,417

Well Coordinates: (Va. St. Plane S. Zone,
NAD 83)
N 3,528,751.97 E 10,330,400.31

WELL LOCATION PLAT

COMPANY Equitable Production Company WELL NAME AND NUMBER V-503809
TRACT NO. Ls. No. 904782 ELEVATION 2,108.56' QUADRANGLE Coeburn
COUNTY Wise DISTRICT Lipps SCALE 1" = 400' DATE 3-17-2004

This Plat is a new plat x; an updated plat ; or a final location plat

+ Denotes the location of a well on United States topographic Maps, scale 1 to 24,000, latitude and longitude lines being represented by border lines as shown.

Glenn F. Phillips

Licensed Professional Engineer or Licensed Land Surveyor

REVISION

V- 503809

TRACT OWNERSHIP INFORMATION SCHEDULE

- 1 Lease No. 904782
14.15 Acres
Guy Fatony Jr.- Surface, Oil & Gas
ACIN LLC - coal
Alpha Land & Natural Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Gas 12.61 Ac. 11.19%
- 2 Lease No. 241640L / T2-251
127.00 Acres
Heartwood Forestland Fund IV, L.P. - Surface
ACIN LLC - coal
Alpha Land & Natural Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Pine Mountain Oil & Gas - Oil & Gas
Gas 31.38 Ac. 27.85%
- 3 Lease No. 244763L
Carl Edward Blackburn - Surface, Oil & Gas
P/O of 23.6467 Acres
Gas 1.70 Ac. 1.51%
- 4 Lease No. 244763L
Carl Edward Blackburn - Surface, Oil & Gas
P/O of 23.6467 Acres
Gas 0.39 Ac. 0.35%
- 5 Lease No.
Danny Wayne Hileman - Surface, Oil & Gas
0.741 Acres
Gas 0.82 Ac. 0.73%
- 6 Lease No. 905042
Betty Jo & Emory B. Odle - Oil & Gas
2.22 Acres
Gas 1.91 Ac. 1.69%

- 7 Lease No. 905042
Betty Jo & Emory B. Odle - Oil & Gas
0.35 Acres
Gas 0.03 Ac. 0.03%
- 8 Lease No.
Trustees of Faith Missionary Baptist Church - Surface, Oil & Gas
1.50 Acres
Gas 0.89 Ac. 0.79%
- 9 Lease No.
Alice Lucinda Teasley - Surface, Oil & Gas
1.00 Acres
Gas 0.67 Ac. 0.59%
- 10 Lease No.
Danny E. Brooks, et ux - Surface, Oil & Gas
0.50 Acres
Gas 0.93 Ac. 0.83%
- 11 Lease No. 905056
Rudy Garland Holbrook, etux - Surface, Oil & Gas
1.50 Acres
Gas 1.64 Ac. 1.46%
- 12 Lease No. 905059
Judy Adkins Holbrook, Remainder - Eva Evelyn Bryant Adkins Life Estate - Oil & Gas
1.74 Acres
Gas 1.31 Ac. 1.16%
- 13 Lease No. 905059
Judy Adkins Holbrook, Remainder - Eva Evelyn Bryant Adkins Life Estate - Oil & Gas
2.79 Acres
Gas 0.82 Ac. 0.73%
- 14 Lease No. 905021
Jerome H. Couch - Surface, Oil & Gas
0.5 Acres
Gas 0.45 Ac. 0.40%

- 15 Lease No.
Hugh Latham I.O.O.F. Lodge No. 107 - Surface, Oil & Gas
ACIN LLC - coal
Alpha Land & Natural Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Gas 0.54 Ac. 0.48%
- 16 Lease No.
Daniel Ringley, et al - Oil & Gas
ACIN LLC - coal
Alpha Land & Natural Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
0.01 Acres
Gas 0.01 Ac. 0.01%
- 17 Lease No.
Trustees of the Kilgore Cemetery - Surface, Oil & Gas
ACIN LLC - coal
Alpha Land & Natural Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Gas 1.24 Ac. 1.10%
- 18 Lease No. 905133
Delbert Lee Skeens, et al - Surface, Oil & Gas
ACIN LLC - coal
Alpha Land & Natural Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
0.01 Acres
Gas 0.01 Ac. 0.01%
- 19 Lease No.
Jerry S. Lawson, et ux - Surface, Oil & Gas
0.2758 Acres
Gas 0.42 Ac. 0.37%
- 20 Lease No. 905059
Judy Adkins Holbrook, Remainder - Evelyn Adkins Life Estate - Surface, Oil & Gas
0.50 Acres
Gas 0.79 Ac. 0.70%

- 21 Lease No. 905022
Guy Fatony Jr, et al - Oil & Gas
1.42 Acres
Gas 1.14 Ac. 1.01%
- 22 Lease No. 905153
James M. Garvie, et ux - Surface, Oil & Gas
0.2595 Acres
Gas 0.46 Ac. 0.41%
- 23 Lease No.
James Slaughter, et ux - Surface, Oil & Gas
0.2637 Acres
Gas 0.42 Ac. 0.37%
- 24 Lease No.
Pepsi Bottling Co. of Norton, Virginia - Surface, Oil & Gas
0.86 Acres
Gas 0.86 Ac. 0.76%
- 25 Lease No.
Rebecca D. Hensley & Misty R. Hensley - Surface, Oil & Gas
P/O 4.66 Acres
Gas 4.06 Ac. 3.60%
- 26 Lease No. 905197
Roberta Kay H. Duncan, et al - Surface, Oil & Gas
P/O 4.66 Acres
Gas 2.24 Ac. 1.99%
- 27 Lease No. 243323L
Alton P. Lawson, et al - Oil & Gas
1.85 Acres
Gas 0.02 Ac. 0.02%
- 28 Lease No. 905007
Joyce K. Bates - Surface, Oil & Gas
ACIN LLC - coal
Alpha Land & Natural Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Gas 0.35 Ac. 0.31%

- 29 Lease No.
Pepsi Bottling Co. of Norton, Virginia - Surface, Oil & Gas
ACIN LLC - coal
Alpha Land & Natural Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
Gas 0.06 Ac. 0.05%
- 30 Lease No.
William A. Odle, et ux - Surface, Oil & Gas
ACIN LLC - coal
Alpha Land & Natural Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
4.0 Acres
Gas 2.74 Ac. 2.43%
- 31 Lease No. 905061
Julia Elaine Adkins Herlinger, et al - Surface, Oil & Gas
ACIN LLC - coal
Alpha Land & Natural Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
2 Acres
Gas 0.99 Ac. 0.88%
- 32 Lease No.
William A. Odle, et ux - Surface, Oil & Gas
ACIN LLC - coal
Alpha Land & Natural Reserves LLC - coal lessee
WBRD LLC - coal
Dickenson-Russell Coal Company LLC - coal lessee
4.0 Acres
Gas 4.72 Ac. 4.19%
- 33 Lease No. 905004
Larry Christensen, et ux - Surface, Oil & Gas
0.52 Acres
Gas 0.51 Ac. 0.45%
- 34 Lease No.
C. P. Edwards, et ux - Surface, Oil & Gas
0.50 Acres
Gas 0.48 Ac. 0.43%

- 35 Lease No.
 William A. Odle, et ux - Surface, Oil & Gas
 1.0 Acres
 Gas 0.86 Ac. 0.76%
- 36 Lease No. 905062
 Town of Coeburn, Virginia - Surface, Oil & Gas
 1.0 Acres
 Gas 3.01 Ac. 2.67%
- 37 Lease No.
 Alvin J. Kiss, et ux - Oil & Gas
 3.89 Acres
 Gas 0.20 Ac. 0.18%
- 38 Lease No. 905134
 Danny L. Robinette, et ux - Oil & Gas
 1.05 Acres
 Gas 0.78 Ac. 0.69%
- 39 Lease No. 905134
 Danny L. Robinette, et ux - Oil & Gas
 0.818 Acres
 Gas 0.65 Ac. 0.58%
- 40 Lease No. 905199
 Clyde David Johnson, et ux - Oil & Gas
 1.22 Acres
 Gas 0.02 Ac. 0.02%
- 41 Lease No.
 Cathy Diane Duval - Surface, Oil & Gas
 1.47 Acres
 Gas 0.91 Ac. 0.81%
- 42 Lease No.
 Grover C. Mutter, et ux - Surface, Oil & Gas
 1.0 Acres
 Gas 0.55 Ac. 0.49%

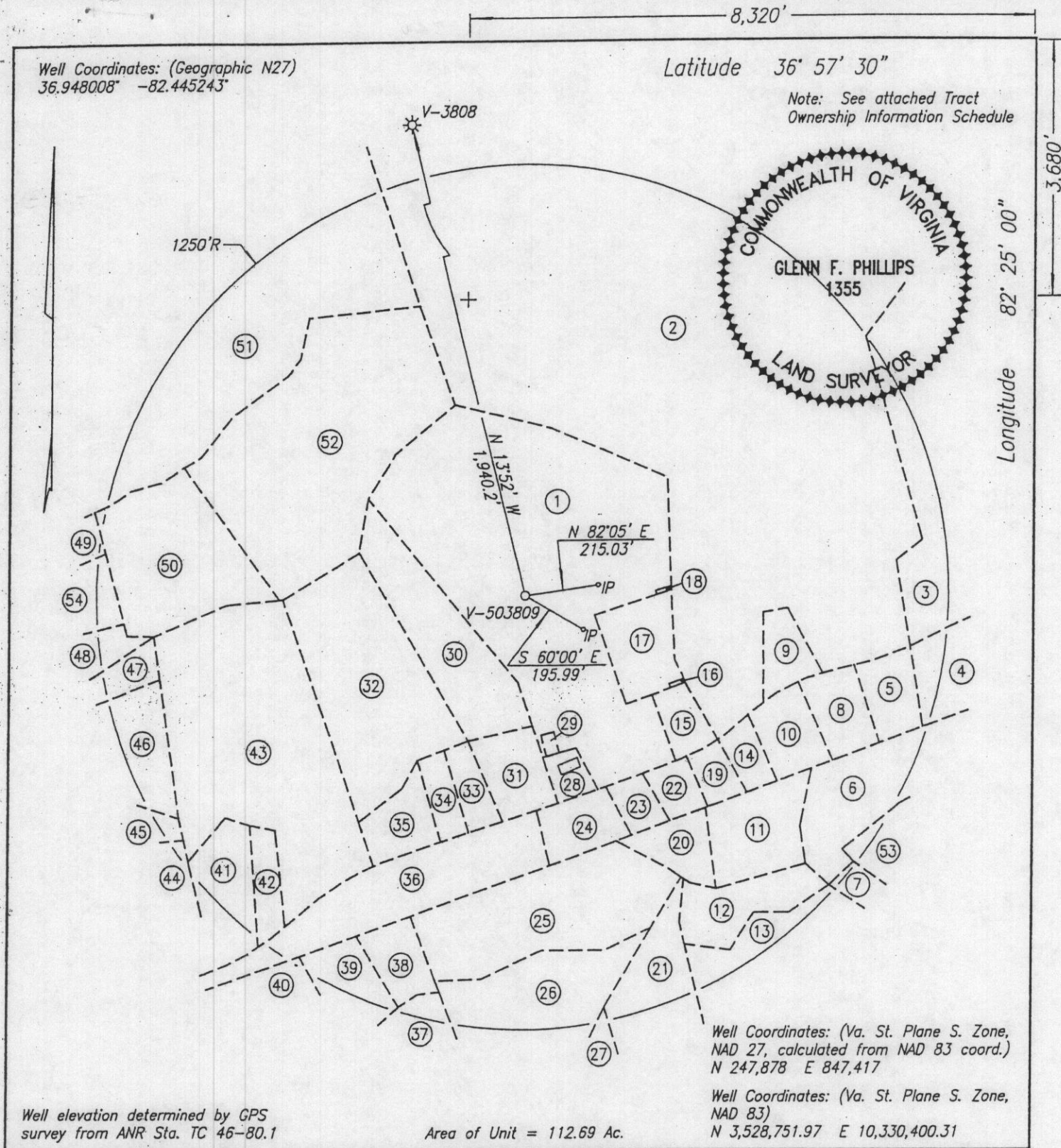
- 43 Lease No.
P.M. Alder, et ux - Oil & Gas
5.0 Acres
Gas 7.77 Ac. 6.89%
- 44 Lease No.
Dorothy R. Stone, et al - Surface, Oil & Gas
1.23 Acres
Gas 0.05 Ac. 0.04%
- 45 Lease No.
Grover Mutter, et ux - Surface, Oil & Gas
1.875 Acres
Gas 0.11 Ac. 0.10%
- 46 Lease No.
Grover Mutter, et ux - Surface, Oil & Gas
2.125 Acres
Gas 1.07 Ac. 0.95%
- 47 Lease No. 905091
Dolly V. Noonchester, et al - Surface, Oil & Gas
1.0 Acres
Gas 0.39 Ac. 0.35%
- 48 Lease No. 905091
Dolly V. Noonchester, et al - Surface, Oil & Gas 1/2 Int.
1.0 Acres
Gas 0.24 Ac. 0.21%
- 49 Lease No.
Clement Younce - Surface, Oil & Gas
2.2 Acres
Gas 0.01 Ac. 0.01%
- 50 Lease No. 905009
William M. Younce, et ux - Surface, Oil & Gas
8.4 Acres
Gas 3.44 Ac. 3.05%
- 51 Lease No. 905009
William M. Younce, et ux - Surface, Oil & Gas
18.2 Acres
Gas 6.45 Ac. 5.72%

- 52 Lease No. 905009
 William M. Younce, et ux - Surface, Oil & Gas
 ACIN LLC - coal
 Alpha Land & Natural Reserves LLC - coal lessee
 WBRD LLC - coal
 Dickenson-Russell Coal Company LLC - coal lessee
 36.2 Acres
 Gas 8.18 Ac. 7.26%
- 53 Lease No. 905119
 Roy & Janice Boatright - Oil & Gas
 4.4 Acres
 Gas 0.13 Ac. 0.12%
- 54 Lease No.
 Donald Tucker, Jr. & Lila Tucker - Oil & Gas
 1 Acres
 Gas 0.26 Ac. 0.22%

Well Coordinates: (Geographic N27)
36.948008° -82.445243°

Latitude 36° 57' 30"

Note: See attached Tract
Ownership Information Schedule



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TRACT NO. Tr. No. 904782 ELEVATION 2,108.56' QUADRANGLE Coeburn
COUNTY Wise DISTRICT Lipps SCALE 1" = 400' DATE 3-17-2004

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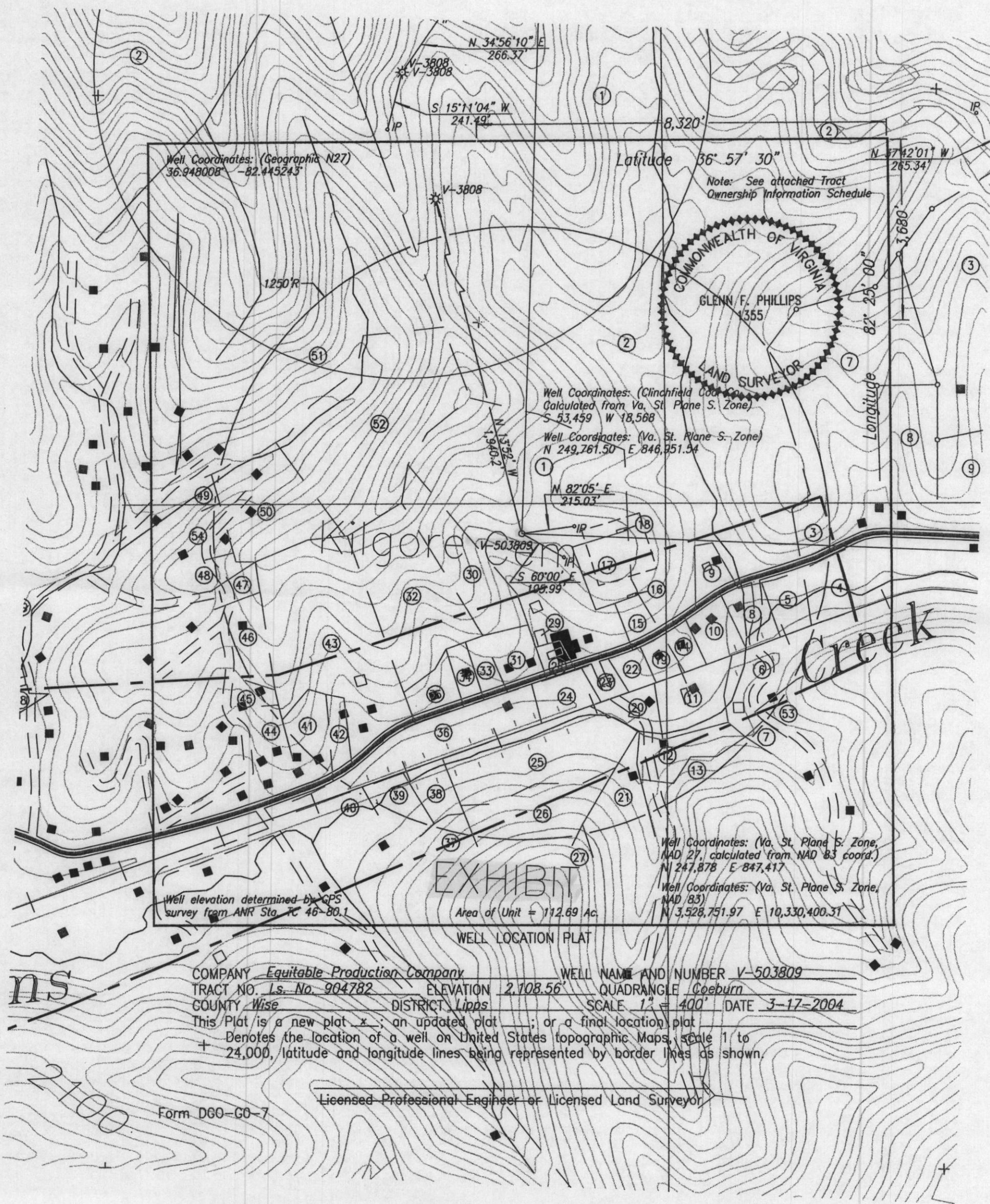
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0.50 Acres
Gas 0.48 Ac. 0.43%

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- 36 Lease No. 905062
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5.0 Acres
Gas 7.77 Ac. 6.89%
- 44 Lease No.
Dorothy R. Stone, et al - Surface, Oil & Gas
1.23 Acres
Gas 0.05 Ac. 0.04%
- 45 Lease No.
Grover Mutter, et ux - Surface, Oil & Gas
1.875 Acres
Gas 0.11 Ac. 0.10%
- 46 Lease No.
Grover Mutter, et ux - Surface, Oil & Gas
2.125 Acres
Gas 1.07 Ac. 0.95%
- 47 Lease No. 905091
Dolly V. Noonchester, et al - Surface, Oil & Gas
1.0 Acres
Gas 0.39 Ac. 0.35%
- 48 Lease No. 905091
Dolly V. Noonchester, et al - Surface, Oil & Gas 1/2 Int.
1.0 Acres
Gas 0.24 Ac. 0.21%
- 49 Lease No.
Clement Younce - Surface, Oil & Gas
2.2 Acres
Gas 0.01 Ac. 0.01%
- 50 Lease No. 905009
William M. Younce, et ux - Surface, Oil & Gas
8.4 Acres
Gas 3.44 Ac. 3.05%
- 51 Lease No. 905009
William M. Younce, et ux - Surface, Oil & Gas
18.2 Acres
Gas 6.45 Ac. 5.72%

- 52 Lease No. 905009
 William M. Younce, et ux - Surface, Oil & Gas
 ACIN LLC - coal
 Alpha Land & Natural Reserves LLC - coal lessee
 WBRD LLC - coal
 Dickenson-Russell Coal Company LLC - coal lessee
 36.2 Acres
 Gas 8.18 Ac. 7.26%
- 53 Lease No. 905119
 Roy & Janice Boatright - Oil & Gas
 4.4 Acres
 Gas 0.13 Ac. 0.12%
- 54 Lease No.
 Donald Tucker, Jr. & Lila Tucker - Oil & Gas
 1 Acres
 Gas 0.26 Ac. 0.22%



Well Coordinates: (Geographic N27)
36.948008° -82.445243°

Latitude 36° 57' 30"

Note: See attached Tract
Ownership Information Schedule

Well Coordinates: (Climchfield Coal Co.
Calculated from Va. St. Plane S. Zone)
S 53.459 W 18.568
Well Coordinates: (Va. St. Plane S. Zone)
N 249,761.50 E 846,951.54

Well Coordinates: (Va. St. Plane S. Zone,
NAD 27, calculated from NAD 83 coord.)
N 247,878 E 847,417

Well Coordinates: (Va. St. Plane S. Zone,
NAD 83)
N 3,528,751.97 E 10,330,400.31

Well elevation determined by GPS
survey from ANR Sta. TC 46-80.1

Area of Unit = 112.69 Ac.

WELL LOCATION PLAT

COMPANY Equitable Production Company WELL NAME AND NUMBER V-503809
TRACT NO. Is. No. 904782 ELEVATION 2,108.56' QUADRANGLE Coeburn
COUNTY Wise DISTRICT Lipps SCALE 1" = 400' DATE 3-17-2004

This Plat is a new plat ☒; an updated plat ☐; or a final location plat ☐
+ Denotes the location of a well on United States topographic Maps, scale 1 to 24,000, latitude and longitude lines being represented by border lines as shown.

Licensed Professional Engineer or Licensed Land Surveyor

Form DGO-G0-7